UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR

UNIFORM LIMITED OFFERING EXEMPTION

RECEIVED CO	N.	
Ž Š	OMB APPROVAL	
MAR 0 7 2006	OMB Number: 3235-00	076
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Name of Offering (check if this is an amendment and name has chan	ged, and indicate change.)
Flexible Premium Variable Universal Group Life Insurance Policy-PPL1	379
Filing Under (Check b ox(es) that apply): Rule 504 Rule 505	Rule 506 Section 4(6)
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICA	TION DATA
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed	, and indicate change.) 06027408
Nationwide Private Placement Variable Account	
Address of Executive Offices (Number and Street, City, State, Z	ip Code) Telephone Number (Including Area Code)
One Nationwide Plaza, Columbus, OH 43215	(614) 249-7111
Address of Principal Business Operations (Number and Street, City, Code) (if different from Executive Offices)	State, Zip Telephone Number (Including Area Code)
Brief Description of Business	DDAACQCED
Variable Insurance Products	
Type of Business Organization	// MAR 2 4 2006
	other (please specify)
business trustlimited partnership, to be formed	ance Company Separate Account THOMSON FINANCIAL
Year Actual or Estimated Date of Incorporation or Organization Mon	th Year
[05]	[98] Actual Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Post CN for Canada; FN for o	al Service abbreviation for State: ther foreign jurisdiction) [O] [H]

GENERAL INSTRUCTIONS:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

r 		ATTEN	TION	· · · · · · · · · · · · · · · · · · ·					
Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.									
Persons who respond to the currently valid OMB contro		ormation contained in th	is form are not required	to respond unle	ss the form displays a				
	W. W. W.	Anna Anna Anna Anna Anna Anna Anna Anna							
 Each promo Each benefit of equity securiti Each execut issuers; and 	cial owner having les of the issuer. ive officer and di	if the issuer has been org the power to vote or di	ganized within the past f spose, or direct the vote ers and of corporate gene	or disposition o	of, 10% or more of a class				
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or				
Check Box(es) that Apply.		Belleticial Owner	Executive Officer	MDirector	Managing Partner				
Full Name (Last name first, Alutto, Joseph A.	if individual)	- 101.							
Business or Residence Adda One Nationwide Plaza, Colo			Code)						
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner				
Full Name (Last name first, Brocksmith, Jr. James G.	if individual)								
Business or Residence Addr One Nationwide Plaza, Colu			Code)						
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner				
Full Name (Last name first, Eckel, Keith W.	if individual)								
Business or Residence Addi One Nationwide Plaza, Colo			Code)						
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner				
Full Name (Last name first, Mille de Lombera, Martha J	•				y y y y and the second				
Business or Residence Addr One Nationwide Plaza, Colo			Code)						

Check Box	k(es) that Apply	r: Promot	er Beneficial Ow	ner Executive C	officer Director	General and/or Managing Partner
Full Name Jurgensen,		st, if individual)			
		ldress (Number olumbus, OH 4	and Street, City, State,	Zip Code)		
Check Box	x(es) that Apply	/: Promot	er Beneficial Ow	ner Executive C	Officer Director	General and/or Managing Partner
Full Name Marshall,	,	st, if individual)			-
		Idress (Number olumbus, OH 4	and Street, City, State, 13215	Zip Code)		
Check Box	x(es) that Apply	y: Promot	er Beneficial Ow	mer Executive C	Officer Director	General and/or Managing Partner
	(Last name firer, Donald L.	st, if individual)			
		idress (Number olumbus, OH 4	and Street, City, State, 43215	Zip Code)		
		(Use blank s	heet, or copy and use a	dditional copies of thi	s sheet, as necessary)	
11.7			B. INFORMAT	ION ABOUT OFFERIN	G	
 Wha Does Ente indir sales or de more 	at is the minim is the offering or the informated rectly, any consist of securities ealer registere than five (5)	num investme permit joint of tion requested numission or s in the offering d with the SE persons to be	issuer intend to sell, Answer also in A nt that will be accept whership of a single for each person who imilar remuneration g. If a person to be li C and/or with a state e listed are associated toker or dealer only.	Appendix, Column 2 and from any individual?	2, if filing under UI lual?e paid or given, dire urchasers in connect person or agent of the broker of the broker of	LOE. S100,000 Sectly or extion with f a broker r dealer. If
Campisi, J	ames	st, if individual	·			
300 Intern		y Suite 270, He	and Street, City, State athrow FL 32746	, Zip Code)		
Newport S States in V	Securities Group Which Person L	o isted Has Solic	ited or Intends to Solici			All States
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	IN [

Full Name (Last name first	if individual)									
Business or	Residence Add	ress (Number a	nd Street, (City, State,	Zip Code)						
Name of As	ssociated Broker	or Dealer	***								
States in W	hich Person List	ed Use Soliaite	d or Intend	e to Soliait	Durahasara						
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RI	SC SI) TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Full Name	(Last name first	, if individual)							741		
Business or	Residence Add	ress (Number a	nd Street, 0	City, State,	Zip Code)	, 7 :					
	ssociated Broke										
						* * * * * * * * * * * * * * * * * * *					
	hich Person Lis Check "All State									Ali St	ates
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IL	IN IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	МО
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RI	SC SI	O TN	TX	UT	VT	VA	WA	wv	WI	WY	PR

(use blank sheet, or copy and use additional copies of this sheet, as necessary.)

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter .0. if the answer is .none. or .zero If the transaction is an exchange offering, check this box \(\square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	\$	\$
	Equity	\$	\$
	Common Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests	\$	\$
	Other (Specify: Variable Life Insurance	\$3,119,996	\$1,300,001
	Policy)	62 110 006	\$1,300,001
	Answer also in Appendix, Column 3, if filing under ULOE.	\$3,119,996	\$1,300,001
2.	Enter the number of accredited and non-accredited investors who have		
	purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		
	then parentases on the total lines. Enter of it answer is none of zero.	Number	Aggregate
	er _n	Investors	Dollar Amount
			Of Purchases
	Accredited Investors	1	\$1,300,001
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)	1	\$1,300,001
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C. Question 1.	Time of	Dollar Amount
	Type of Offering	Type of Security	Sold
	Rule 505	Becarity	\$
	Regulation A		\$
	Rule 504		\$
	Total		\$
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not know, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		\$
	Legal Fees		\$
	Accounting Fees		\$
	Engineering Fees	f	\$
	Sales Commissions (specify finder's fees separately)	Ħ	\$178,750
	Sales Collinasions (specify finder 5 fees separately)		
	Other Expenses (identify)	H	\$

b. Enter the difference between the aggregate offering price given in

	•	Question 4.a. This difference is the "adjusted gross"."		\$2,941,126
5.	or proposed to be use any purpose is not kn of the estimate. The	nount of the adjusted gross proceed to the issuer used d for each of the purposes show. If the amount for own, furnish an estimate and check the box to the left total of the payments listed must equal the adjusted issuer set fort in response to Part C – Question 4.b.		-
			Payments to Officers, Directors, & Affiliates	Payments to Others
		ate	□\$ □\$	□\$
	Purchase, rental or	leasing and installation of machinery	 \$	
	Construction or lea	sing of plant buildings and facilities	 \$	 \$
	involved in this off	r businesses (including the value of securities ering that may be used in exchange for the assets		<u></u> \$
		ther issuer pursuant to a merger)btedness	□s	
	Working capital		 \$	 \$
	Other (specify):			
	· · · · · · · · · · · · · · · · · · ·		\$	 \$
•			s	s
	Total Payments Lis	sted (column totals added)	s_	
-				
		D. FEDERAL SIGNATURE		
is filed under U.S. Securities	Rule 505, the follows and Exchange Co	otice to be signed by the undersigned duly authorized wing signature constitutes an undertaking by the emmission, upon written request of its staff, the interestor pursuant to paragraph (b)(2) of Rule 502.	issuer to furnish	to the
Issuer (Print of Nationwide P Variable Acc	rivate Placement	Signature april L Van Demot	Date 3/3/	106

Title of Signer (Print or Type) Officer, NFS Sales Center

Name of Signer (Print or Type) April L. VanDervort

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Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes No provisions of such rule?	Yes	No ⊠
	See Appendix, Column 5, for state response.		
2.	The undersigned issuer hereby undertakes to furnish to any state administrator filed a notice on Form D (17 CFR 239.500) at such times as required by state l		ich this notice is
3.	The undersigned issuer hereby undertakes to furnish to the state administrators furnished by the issuer to offerees.	, upon written req	uest, information
4.	The undersigned issuer represents that the issuer is familiar with the conditions to the Uniform limited Offering Exemption (ULOE) of the state in which this the issuer claiming the availability of this exemption has the burden of establis been satisfied.	notice is filed and	understands that

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Nationwide Private Placement Variable Account	April L Van Deurt	3/3/06
Name of Signer (Print or Type) April L. VanDervort	Title of Signer (Print or Type) Officer, NFS Sales Center	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

F . A.C,			APPENDIX	
1	2	3	4	5
	Intended to sell to non-accredited investors in State (Part B-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item2)	Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)

State	Yes	No		Number of Accredited	A	Number of Non-Accredited		Yes	No
A T	 _ 			Investors	Amount	Investors	Amount		
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1	 	2	3			4			5
_	to non	ded to sell -accredited ors in State B-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Ту	/pe of investor	and amount purchased (Part C-Item2)	in State	Disquali under ULOE atta	ification State (if yes, ach ation of granted)

	es .	No		Number of Accredited Investors	Amount	Non-Ac	ber of credited estors	Amount	Yes	S
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Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner										
Full Name (Last name first, if individual) Miller, David O.										
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215										
						General and/o		_		
Full Name (Last name first, if individual) Patterson, James F.										
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215										
Check Box	(es) tha	t Apply:	Promoter	Beneficial Owner	Executiv	e Officer	Director	General and/ Managing Par		_
Full Name (Last name first, if individual) Prothro, Gerald D.										
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215										
Check Box	(es) tha	t Apply:	Promoter	Beneficial Owner	Executiv	e Officer	Director	General and/ Managing Par		
Full Name (Last name first, if individual) Shisler, Arden L.										
Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215										
Check Box	(es) tha	t Apply:	Promoter	Beneficial Owner	Executiv	ve Officer	Director	General and/ Managing Par		
Full Name (Last name first, if individual) Shulmate, Alex										

Business or Residence Address (Number and Street, City, State, Zip Code) One Nationwide Plaza, Columbus, OH 43215